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IN THE CLAIMS:

Please substitute the following amended claims:

1. (original) An apparatus for filtration of water from hydrocarbons comprised of

a) a fresh-feed inlet,

b) a first dead end filter, having a filter medium that is hydrophobic,

c) a second cross-flow filter, having a membrane that is hydrophobic,

d) a common housing to contain both the first and second filters,

e) a system for the recirculation of the retentate,

f) a chamber for water settling, and

g) an outlet for clean fuel permeate.

2. (original) The filtration apparatus as set forth in claim 1, further characterized by a ratio of cross-flow to fresh-feed in the range of 1:1 to 1:30.

3. (original) The filtration apparatus as set forth in claim 1, wherein the pressure differential between the feed pressure and the permeate pressure is less than or equal to 50psi.